

13
NEW NUMBER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.

20006-2973

RECORDATION NO. 5815

SEP 13 1988 1 25 PM

INTERSTATE COMMERCE COMMISSION

OF COUNSEL
JESS LARSON
JOHN L. INGOLDSBY
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
440367 A AND A

September 13, 1988

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No. 8-257A040
Date SEP 13 1988
Fee \$ 13.00

ICC Washington, D.C.

SEP 13 12 54 PM '88
MOTOR OPERATING UNIT
TOC OFFICE OF
THE SECRETARY

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) original executed copies and two (2) photocopies of a Memorandum of Lease Agreement dated as of April 19, 1988, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Railcar, Inc.
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Wisconsin Central Ltd.
P.O. Box 5062
Rosemont, Illinois 60017-5062

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Handwritten: C. T. Kappler

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
September 13, 1988
Page Two

A short summary of the enclosed primary document to appear
in the Commission's Index is:

Memorandum of Lease Agreement dated as of May 19,
1988 between Greenbrier Railcar, Inc., Lessor, and
Wisconsin Central Ltd., Lessee, covering 132 50-foot
boxcars and 50 open top hopper cars bearing WC marks
and numbers, formerly bearing SP marks and numbers.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

9/13/88

OFFICE OF THE SECRETARY

Charles T. Kappler, Esq.
Alvord & Alvord
918 16th Street, N.W.
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/13/88 at 1:05pm, and assigned recordation number(s). 15815

Sincerely yours,

Nanta L. McGee
Secretary

Enclosure(s)

SCHEDULE A

Eighteen (18) 50-foot boxcars, series SP 656237 - SP 656449
bearing reporting marks and numbers as follows:

WC 20100 through WC 20117, inclusive

Fourteen (14) 50-foot boxcars, series SP 656459 - SP 656543
bearing reporting marks and numbers as follows:

WC 20150 through WC 20163, inclusive

Fifty (50) open top hopper cars, series SP 463037 - SP 463467
bearing reporting marks and number as follows:

WC 200 through WC 249, inclusive

One hundred (100) 50-foot boxcars, series SP 656550 -
SP 656699, bearing reporting marks and numbers as follows:

WC 25700 through WC 25794, inclusive

WC 25950 through WC 25954, inclusive

Memorandum of a Lease Agreement made and entered into as of April 19, 1988 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and Wisconsin Central Ltd., an Illinois corporation, ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor the following equipment:

Eighteen (18) 50-foot boxcars, series SP 656237 - SP 656449 bearing reporting marks and numbers as follows:

WC 20100 through WC 20117, inclusive

Fourteen (14) 50-foot boxcars, series SP 656459 - SP 656543 bearing reporting marks and numbers as follows:

WC 20150 through WC 20163, inclusive

Fifty (50) open top hopper cars, series SP 463037 - SP 463467 bearing reporting marks and number as follows:

WC 200 through WC 249, inclusive

One hundred (100) 50-foot boxcars, series SP 656550 - SP 656699, bearing reporting marks and numbers as follows:

WC 25700 through WC 25794, inclusive

WC 25950 through WC 25954, inclusive

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

GREENBRIER RAILCAR, INC.

By: Norris M. Webb, V.P.

WISCONSIN CENTRAL LTD.

By: J. F. Lawer

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 22nd day of July, 1988 before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Railcar, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Hudson
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF ILLINOIS)
)
COUNTY OF)

On this 25th day of AUGUST 1988, before me personally appeared THOMAS F. POWER JR., to me personally known, who being by me duly sworn, says that he is Exec Vice Pres. of Wisconsin Central Ltd., that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Catherine D. Aldana
NOTARY PUBLIC

My commission expires:



L72281.1

ICC Copy

1 5815
RECORDATION NO. _____ FILED 1988
SEP 13 1988 - 1 04 PM
INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER RAILCAR, INC. ("LESSOR")

AND

WISCONSIN CENTRAL LTD. ("LESSEE")

APRIL 19, 1988
